

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC., et al.,

Debtors.

Chapter 11

Case No. 24-12480 (JTD)
(Jointly Administered)

Related D.I. 192

CERTIFICATION OF COUNSEL

The undersigned hereby certifies that:

1. On November 20, 2024, the Ad Hoc Group of Freedom Lenders, in the above captioned case, filed the *Motion for Entry of an Order (I) Terminating Exclusivity in the Holdco Debtors' Cases, (II) Lifting the Automatic Stay in the Holdco Debtors' Cases, or (III) Appointing a chapter 11 Trustee for the Holdco Debtors* [D.I. 192] (“**Motion**”).

2. On December 17, 2024, the Court held a final hearing on the Motion and denied the request therein.

Accordingly, the Ad Hoc Group of Freedom Lenders, with the consent of the interested parties, respectfully requests entry of the Proposed Order attached hereto as **Exhibit A** at the Court’s convenience.

(Remainder of the page intentionally left blank)

Dated: December 18, 2024

Respectfully submitted,

FARNAN LLP

/s/ Michael J. Farnan

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